

Chart 7

W.R. Grace & Co., et al Debtor Questionnaire MOR - 5 November 2001		
	Yes	No
1. Have any assets been sold or transferred outside the normal course of business this reporting period? If yes, provide an explanation below.		X
2. Have any funds been disbursed from any account other than a debtor in possession account for this reporting period? If yes, provide an explanation below.		See Note #5 below
3. Have all postpetition tax returns been timely filed? If no, provide an explanation below.	X	
4. Are workers compensation, general liability and other necessary insurance coverages in affect? If no, provide and explanation below.	X	
5. Are post-petition accounts payable and tax obligations current and paid to date? If no, provide an explanation.	X (unless disputed in normal course of business)	

Note #5

As part of the first day orders submitted to the court on April 2, 2001, an application for the Debtors to (a) continue and maintain their consolidated cash management system, (b) continue and maintain their existing bank accounts and (c) continue to use existing business forms and granting related relief was included. The Debtors have continued to use their existing bank accounts and no new debtor in possession accounts have been established.

List assets sold/transferred outside the normal course of business over \$25,000:		
Description of Asset	Sale Date	Proceeds

Combined Chapter 11 Filing Entity Statements

Chart 8

W. R. Grace & Co. - Chapter 11 Filing Entities		Month Ended	Cumulative
		November 30,	Since
		2001	Filing
<i>Amounts in millions</i>			
Net sales to third parties	\$ 70.7	\$ 601.2	
Net sales to non-filing entities	11.2	95.0	
Interest and royalties from non-filing entities	3.3	29.2	
Other income	(0.1)	6.6	
	85.1	732.0	
Cost of goods sold to third parties	44.8	364.1	
Cost of goods sold to non-filing entities	8.5	67.3	
Selling, general and administrative expenses	17.2	147.6	
Research and development expenses	2.9	24.8	
Depreciation and amortization	4.4	35.5	
Interest expense	2.1	24.7	
	79.9	664.0	
Income before Chapter 11 reorganization expenses, income taxes and equity in net income of non-filing entities	5.2	68.0	
Chapter 11 reorganization expenses, net	(0.9)	(12.2)	
(Provision for) income taxes	(4.2)	(33.6)	
Equity in net income of non-filing entities	7.2	36.1	
Net income	\$ 7.3	\$ 58.3	

The Notes to Combined Financial Statements are an integral part of these statements.

Chart 9

W. R. Grace & Co. - Chapter 11 Filing Entities			
Combined Functional Basis Statement of Cash Flows			
Amounts in millions	Month Ended November 30, 2001	Cumulative Since Filing	
Core operations cash flow			
Pre-tax income from core operations	\$ 7.4	\$ 98.5	
Depreciation and amortization	4.4	35.5	
Changes in all core assets/liabilities and other	11.8	134.0	
Change in accounts receivable sold under securitization program	9.8	(12.0)	
Change in subordinated interest of accounts receivable sold	-	(99.7)	
Capital expenditures	21.6	57.2	
Core Pre-tax Operating Cash Flow	17.1	37.1	
Charges against core reserves			
Restructuring costs	-	-	
Pension liabilities	(0.4)	(3.8)	
Deferred compensation	(0.2)	(1.4)	
Self insurance	(0.1)	(0.7)	
Total Spending Against Core Reserves	(0.7)	(5.9)	
Core Cash Flow	16.4	31.2	
Noncore cash flow			
Proceeds from asset sales	-	2.7	
Benefit proceeds under life insurance policies	0.1	9.1	
Other noncore pretax cash flow	(0.1)	(0.8)	
Noncore Pre-tax Cash Flow	-	11.0	
Charges against noncore reserves			
Asbestos			
Asbestos claims processing	(0.5)	(5.1)	
Less - insurance recovery	1.0	46.8	
Net asbestos (payments) receipts	0.5	41.7	
Environmental remediation	(1.6)	(17.0)	
Retained obligations and other	(0.3)	(2.8)	
Postretirement benefits	(1.4)	(12.3)	
Total Spending Against Noncore Reserves	(2.8)	9.6	
Noncore Cash Flow	(2.8)	20.6	
Total Pre-tax/Pre-Interest/Pre-Chapter 11 Cash Flow	13.6	51.8	
Cash paid for taxes, net of refunds	(1.7)	(3.6)	
Cash paid for interest	(0.3)	(2.4)	
Chapter 11 reorganization expenses paid	(0.8)	(5.4)	
Cash Flow before Strategic Investments	10.8	40.4	
Strategic Investments			
Cash paid for businesses acquired	-	-	
Proceeds from option exercises	-	-	
Repurchase of treasury stock	-	-	
Cash used for Strategic Investments	-	-	
Cash Flow after Strategic Investments	10.8	40.4	
Borrowings (repayments) under DIP facility	(20.0)	27.2	
Net (investing)/financing activities under life insurance policies	(0.1)	(19.4)	
Net Cash Flow	\$ (9.3)	\$ 48.2	

The Notes to Combined Financial Statements are an integral part of these statements.

Chart 10

W. R. Grace & Co. - Chapter 11 Filing Entities Combined Balance Sheet			
Amounts in millions	November 30, 2001	April 2, 2001	
ASSETS			
Current Assets			
Cash and cash equivalents	\$ 56.8	\$ 8.6	
Notes and accounts receivable, net	134.2	43.8	
Receivables from non-filing entities, net	31.5	51.2	
Inventories	97.4	86.4	
Deferred income taxes	43.6	80.9	
Asbestos-related insurance expected to be realized within one year	6.2	17.0	
Other current assets	52.2	21.9	
Total Current Assets	421.9	309.8	
Properties and equipment, net	382.5	400.4	
Goodwill, net	13.9	13.6	
Cash value of life insurance policies, net of policy loans	76.0	64.1	
Deferred income taxes	409.1	401.0	
Asbestos-related insurance expected to be realized after one year	287.2	323.4	
Loans receivable from non-filing entities, net	391.9	387.5	
Investment in non-filing entities	148.7	115.2	
Other assets	316.9	308.5	
Total Assets	\$ 2,448.1	\$ 2,323.5	
LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)			
Liabilities Not Subject to Compromise			
Current Liabilities			
Accounts payable	\$ 25.8	\$ -	
Other current liabilities	61.6	-	
Total Current Liabilities	87.4	-	
Long-term debt - DIP facility	30.0	-	
Other liabilities	25.5	31.8	
Total Liabilities Not Subject to Compromise	142.9	31.8	
Liabilities Subject to Compromise			
Debt, pre-petition plus accrued interest	523.3	511.5	
Accounts payable	32.3	43.0	
Income taxes payable	216.1	210.1	
Asbestos-related liability	997.7	1,002.8	
Other liabilities	556.2	598.6	
Total Liabilities Subject to Compromise	2,325.6	2,366.0	
Total Liabilities	2,468.5	2,397.8	
Shareholders' Equity (Deficit)			
Common stock	0.8	0.8	
Paid in capital	433.0	432.6	
Accumulated deficit	(143.7)	(201.8)	
Treasury stock, at cost	(136.4)	(136.4)	
Accumulated other comprehensive income (loss)	(174.1)	(169.5)	
Total Shareholders' Equity (Deficit)	(20.4)	(74.3)	
Total Liabilities and Shareholders' Equity (Deficit)	\$ 2,448.1	\$ 2,323.5	

The Notes to Combined Financial Statements are an integral part of these statements.

W. R. Grace & Co. – Chapter 11 Filing Entities
Notes to Combined Financial Statements
November 30, 2001

1. Basis of Presentation and Summary of Significant Accounting and Financial Reporting Policies

W. R. Grace & Co., through its subsidiaries, is primarily engaged in specialty chemicals and specialty materials businesses on a worldwide basis. These businesses consist of catalysts and silica products (Davison Chemicals) and construction chemicals, building materials and container products (Performance Chemicals). W. R. Grace & Co. is a publicly held company with its shares traded on the New York Stock Exchange.

Voluntary Bankruptcy Filing

On April 2, 2001 (the "Filing Date"), W. R. Grace & Co. and 61 of its United States subsidiaries and affiliates, including its primary U.S. operating subsidiary W. R. Grace & Co. - Conn. (collectively, the "Debtors"), filed voluntary petitions for reorganization (the "Filing") under Chapter 11 of the United States Bankruptcy Code ("Chapter 11" or the "Bankruptcy Code") in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court"). The cases were consolidated and are being jointly administered under case numbers 01-1139 through 01-1200. Grace's non-U.S. subsidiaries and certain of its U.S. subsidiaries were not a part of the Filing.

Basis of Presentation

The interim combined financial statements presented herein represent the results of operations, cash flows and financial position of the Debtors. These financial statements pertain to periods beginning with and subsequent to, the Filing Date and have been prepared in conformity with requirements of the Bankruptcy Court. Consequently, these financial statements do not purport to present the financial performance of W. R. Grace & Co. in conformity with generally accepted accounting principles which would require the consolidation of all controlled subsidiaries and more extensive notes and analysis related to the worldwide operations of W. R. Grace & Co. Financial activity of non-Debtor entities is not presented herein. However, all non-

Debtor entities are either directly or indirectly controlled by the Debtors and, accordingly, non-Debtor financial results are reflected under the equity method of accounting. These financial statements are unaudited and should be read in conjunction with the consolidated financial statements presented in W. R. Grace & Co.'s 2000 Form 10-K and other periodic filings with the U.S. Securities and Exchange Commission.

These interim consolidated financial statements reflect all adjustments that, in the opinion of management, are necessary for a fair presentation of the results of the interim periods presented under generally accepted accounting principles; all such adjustments are of a normal recurring nature. All significant inter-Debtor accounts and transactions have been eliminated. Transactions and balances with non-Debtor entities are separately disclosed.

The Debtors' follow a calendar fiscal year. The results of operations for the periods presented are not necessarily indicative of the results of operations for the year ending December 31, 2001.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires that management make estimates and assumptions affecting the assets and liabilities (including contingent assets and liabilities) reported at the date of the combined financial statements and the revenues and expenses reported for the periods presented. Actual amounts could differ from those estimates.

2. Liabilities Subject to Compromise

As a result of the Filing, Grace's balance sheet as of November 30, 2001 separately identifies the liabilities that are "subject to compromise" under the Chapter 11 proceedings. In Grace's case, liabilities "subject to compromise" represent pre-petition amounts as determined under generally accepted accounting principles based on facts and circumstances prior to the Filing. Changes to the recorded amount of such liabilities will be based on

Bankruptcy Court orders and management's assessment of the claim amounts that will ultimately be allowed by the Bankruptcy Court. Changes to pre-petition liabilities are for: 1) cash payments under approved court orders; 2) the accrual of interest on pre-petition debt; 3) accruals for employee-related programs; and 4) changes in estimates related to pre-petition contingent liabilities and assets.

Set forth below is a reconciliation of the changes in pre-Filing Date liability balances for the periods presented.

(Dollars in millions)	Current Month	Cumulative Since Filing
Balance, beginning of period	\$ 2,338.1	\$ 2,366.0
Cash disbursements and/or reclassifications under bankruptcy court orders:		
Freight and distribution order	—	(5.6)
Trade accounts payable order	(0.8)	(7.9)
Other court orders including employee wages and benefits, sales and use tax and customer programs	(5.2)	(58.3)
Expense/(income) items:		
Interest on pre-petition debt	1.4	19.4
Current period employment-related accruals	1.2	12.7
Environmental accrual	—	5.8
Interest on income tax contingencies	—	6.5
Balance sheet reclassifications	1.9	(2.0)
Balance, end of period	\$ 2,336.6	\$ 2,336.6
Pre-Filing Date Liabilities Not Subject to Compromise	\$ 11.0	\$ 11.0
Pre-Filing Date Liabilities Subject to Compromise	\$ 2,325.6	\$ 2,325.6

Pre-Filing Date obligations allowable under current court orders and expected to be paid prior to an adopted plan of reorganization are classified as "liabilities not subject to compromise." Additional liabilities subject to compromise may arise due to the rejection of executory contracts or unexpired leases, or as a result of the resolution of contingent or disputed claims.

3. Other Balance Sheet Accounts

(Dollars in millions)	November 30, 2001	Filing Date
Notes and accounts receivable, net		
Trade receivables, less allowance of \$1.6; (Filing Date - \$0.7)	\$ 121.2	\$ 32.3
Other receivables, less allowance of \$1.9; (Filing Date - \$2.1)	13.0	11.5
	\$ 134.2	\$ 43.8
Inventories		
Raw materials	\$ 16.8	\$ 20.3
In process	20.4	16.2
Finished products	79.6	69.6
General merchandise	9.9	9.6
Less: Adjustment of certain inventories to a last-in/first-out (LIFO) basis	(29.3)	(29.3)
	\$ 97.4	\$ 86.4
Other Assets		
Plan assets in excess of defined benefit pension obligation	\$ 139.7	\$ 131.3
Unamortized costs of overfunded pension plans	99.6	96.6
Deferred charges	39.9	40.4
Long-term receivables	1.7	1.9
Long-term investments	2.1	2.1
Patents, licenses and other intangible assets	33.9	36.2
	\$ 316.9	\$ 308.5
Other Current Liabilities		
Accrued compensation	\$ 23.6	\$ —
Accrued commissions	4.7	—
Customer programs	12.7	—
Accrued utilities	2.7	—
Accrued freight	2.5	—
Other accrued liabilities	15.4	—
	\$ 61.6	\$ —
Other Liabilities		
Deferred royalty income—nonfiling entities	\$ 24.1	\$ 31.8
Other liabilities	1.4	—
	\$ 25.5	\$ 31.8
Liabilities Subject to Compromise		
Other postretirement benefits	\$ 178.5	\$ 185.4
Environmental remediation	154.9	164.8
Retained obligations of divested businesses	81.4	75.5
Defined benefit obligation in excess of pension plan assets ..	94.4	95.3
Unamortized costs of underfunded pension plans	(20.3)	(24.5)
Deferred compensation	6.8	8.2
Accrued compensation	—	13.5
Self insurance reserve	11.2	11.8
Other accrued liabilities	49.3	68.6
	\$ 556.2	\$ 598.6

4. Life Insurance

The Debtors' are the beneficiary of life insurance policies on current and former employees with benefits in force of approximately \$2,291.0 million and a net cash surrender value of \$76.0 million at November 30, 2001. The policies were acquired to fund various employee benefit programs and other long-term liabilities and are structured to provide cash flow (primarily tax-free) over an extended number of years. The following table summarizes the net cash value at November 30, 2001 and Filing Date:

Components of Net Cash Value	November 30, 2001	Filing Date
Gross cash value.....	\$ 474.8	\$ 453.7
Principal – policy loans	(377.5)	(390.3)
Accrued interest – policy loans ...	(21.3)	0.7
Net cash value	\$ 76.0	\$ 64.1
Insurance benefits in force	\$ 2,291.0	\$ 2,286.0

Policy loans bore interest at an average annualized rate of 9.9% through November 30, 2001, compared to an average of 9.3% for the year ended December 31, 2000. Policy assets are invested primarily in general accounts of the insurance carriers and earned returns at an average annualized rate of 9.0% through November 30, 2001 (calculated on a trailing twelve months basis), compared to an average of 8.3% for the year ended December 31, 2000.

The Debtors' financial statements display income statement activity and balance sheet amounts on a net basis, reflecting the contractual interdependency of policy assets and liabilities.

5. Debt

On November 30, 2001, and Filing Date, the Debtors' were obligated for the following:

Components of Debt (Dollars in millions)	November 30, 2001	Filing Date
Short-Term Debt		
Other short-term borrowings	\$ —	—
	\$ —	\$ —
Long-Term Debt		
DIP facility	\$ 30.0	\$ —
	\$ 30.0	\$ —
Debt Subject to Compromise		
Bank borrowings	\$ 500.0	\$ 500.0
8.0% Notes Due 2004	—	5.7
7.75% Notes Due 2002	—	2.0
Other borrowings	1.6	1.2
Accrued interest	21.7	2.6
	\$ 523.3	\$ 511.5

The Debtors have negotiated a debtor-in-possession post-petition loan and security agreement with Bank of America, N.A. (the "DIP facility") in the aggregate amount of \$250 million. The DIP facility has a term of two years, is secured by a priority lien on substantially all assets of the Debtors, and bears interest at either Bank of America's prime rate or a formula based on the London Inter-Bank Offered Rate (LIBOR) plus 2.00 to 2.25 percentage points. The Bankruptcy Court issued a final approval of the DIP facility on May 3, 2001. In December 2001, the company paid \$30.0 million against the DIP facility.

The 7.75% Notes were repaid on June 11, 2001, and the 8.0% Notes were repaid on August 15, 2001, by the unaffiliated guarantor of the Notes. Grace's liability with respect to these notes is included in other liabilities subject to compromise as of November 30, 2001.

Bank Statements

W R GRACE & CO
C/O CORPORATE ACCOUNTING
7500 GRACE DRIVE
COLUMBIA MD 21044-4098

File # S. Docket No:
910-1-013572
29 SEP 2001
Statement Start Date:
31 OCT 2001
Statement End Date:
000-USA-21
Statement Code:
010
Statement No:
Page 2 of 4

Federal Ledger Date	Value Date	Ref.	Credit/Debit	Description	Closing Balance	Date
DEBITS CONTINUED						
03OCT 02OCT	02OCT	USD OUR: 0127600090WA	✓ 4,850.60	GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO. 002-2-416598 FOR WORK OF 10/02/01 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098	100CT 110CT 120CT 150CT 160CT 170CT 180CT 190CT 220CT 230CT 240CT 250CT 260CT 290CT 300CT 310CT	103,329.61 92,268.61 80,768.48 73,741.64 60,296.46 52,266.41 111,142.67 105,784.95 100,273.13 84,916.78 70,552.10 112,378.00 105,695.85 97,812.19 86,809.57 80,834.86 3
04OCT 03OCT	03OCT	USD OUR: 0127700086WA	✓ 7,580.63	GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO. 002-2-416598 FOR WORK OF 10/03/01 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098	100CT 110CT 120CT 130CT 140CT 150CT 160CT 170CT 180CT 190CT 200CT 210CT 220CT 230CT 240CT 250CT 260CT 270CT 280CT 290CT 300CT 310CT	92,268.61 80,768.48 73,741.64 60,296.46 52,266.41 111,142.67 105,784.95 100,273.13 84,916.78 70,552.10 112,378.00 105,695.85 97,812.19 86,809.57 80,834.86 3
05OCT 04OCT	04OCT	USD OUR: 0127800090WA	✓ 5,526.52	GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO. 002-2-416598 FOR WORK OF 10/04/01 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098	100CT 110CT 120CT 130CT 140CT 150CT 160CT 170CT 180CT 190CT 200CT 210CT 220CT 230CT 240CT 250CT 260CT 270CT 280CT 290CT 300CT 310CT	80,768.48 73,741.64 60,296.46 52,266.41 111,142.67 105,784.95 100,273.13 84,916.78 70,552.10 112,378.00 105,695.85 97,812.19 86,809.57 80,834.86 3
09OCT 05OCT	05OCT	USD OUR: 0128200088WA	✓ 8,128.78	GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO. 002-2-416598 FOR WORK OF 10/05/01 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098	100CT 110CT 120CT 130CT 140CT 150CT 160CT 170CT 180CT 190CT 200CT 210CT 220CT 230CT 240CT 250CT 260CT 270CT 280CT 290CT 300CT 310CT	73,741.64 60,296.46 52,266.41 111,142.67 105,784.95 100,273.13 84,916.78 70,552.10 112,378.00 105,695.85 97,812.19 86,809.57 80,834.86 3
10OCT 09OCT	09OCT	USD OUR: 0128300087WA	✓ 7,753.63	GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO. 002-2-416598 FOR WORK OF 10/09/01 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098	100CT 110CT 120CT 130CT 140CT 150CT 160CT 170CT 180CT 190CT 200CT 210CT 220CT 230CT 240CT 250CT 260CT 270CT 280CT 290CT 300CT 310CT	60,296.46 52,266.41 111,142.67 105,784.95 100,273.13 84,916.78 70,552.10 112,378.00 105,695.85 97,812.19 86,809.57 80,834.86 3
11OCT 10OCT	10OCT	USD OUR: 0128400090WA	✓ 11,060.96	GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO. 002-2-416598 FOR WORK OF 10/10/01 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098	100CT 110CT 120CT 130CT 140CT 150CT 160CT 170CT 180CT 190CT 200CT 210CT 220CT 230CT 240CT 250CT 260CT 270CT 280CT 290CT 300CT 310CT	52,266.41 111,142.67 105,784.95 100,273.13 84,916.78 70,552.10 112,378.00 105,695.85 97,812.19 86,809.57 80,834.86 3
12OCT 11OCT	11OCT	USD OUR: 0128500087WA	✓ 11,500.17	GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO. 002-2-416598 FOR WORK OF 10/11/01 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098	100CT 110CT 120CT 130CT 140CT 150CT 160CT 170CT 180CT 190CT 200CT 210CT 220CT 230CT 240CT 250CT 260CT 270CT 280CT 290CT 300CT 310CT	40,98 3
15OCT 12OCT	12OCT	USD OUR: 0128800089WA	✓ 17,026.84	GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO.	100CT 110CT 120CT 130CT 140CT 150CT 160CT 170CT 180CT 190CT 200CT 210CT 220CT 230CT 240CT 250CT 260CT 270CT 280CT 290CT 300CT 310CT	3



W R GRACE & CO
C/O CORPORATE ACCOUNTING
7500 GRACE DRIVE
COLUMBIA MD 21044-4098

Statement of Accounts

In U.S. Dollars

Account No: 910-1-013572
Statement Start Date: 29 SEP 2001
Statement End Date: 31 OCT 2001
Statement Code: 000-USA-21
Statement No: 010

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Closing Balances
Amount

Date

Description

Debit

Credit

Debit

W R GRACE & CO
C/O CORPORATE ACCOUNTING
7500 GRACE DRIVE
COLUMBIA MD 21044-4098

Account No: 910-1-013572
Statement Start Date: 29 SEP 2001
Statement End Date: 31 OCT 2001
Statement Code: 000-USA-21
Statement No: 010

Category	Description	Credit / Debit	Value	Reference	Date	Account	Closing Balances
Header							Date
Debit	Adv. Ledger Date						
Credit							

DEUTSCHE

-01139-AMC	Doc 1443-3	Filed 01/04/02	Page 13 of 20
25OCT 24OCT	24OCT USD OUR: 0129800086WA	✓12,622.00	✓12,622.00
26OCT 25OCT	25OCT USD OUR: 0129900086WA	✓6,682.15	✓6,682.15
29OCT 26OCT	26OCT USD OUR: 0130200083WA	✓7,883.66	✓7,883.66
30OCT 29OCT	29OCT USD OUR: 0130300085WA	✓1,002.62	✓1,002.62
31OCT 30OCT	30OCT USD OUR: 0130400091WA	5,974.71	5,974.71

No Activity

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191 Peachtree ST
Atlanta GA 30303

03 TAXPAYER ID

13-5114230

W R GRACE & CO-CONN
7500 GRACE DRIVE
ATTN CORPORATE ACCTNG
COLUMBIA MD 21044

Checking Statement

October 16, 2001 - October 31, 2001 (16 days)

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FOR INFORMATION OR ASSISTANCE CONTACT:

Your Wachovia Banker

Visit our web site at www.wachovia.com**Commercial Checking Account Summary**

Account Number 8619-039102

Previous Balance	+ Deposits & Other Credits		- Checks & Other Debits		= Closing Balance
	Deposits	Other Credits	Checks	Other Debits	
\$761,705.63	\$.00	\$872,388.57		\$.00	\$952,100.63
Average Ledger Balance				\$683,121.94	

Daily Activity and Balance

Date	Deposits & Credits		Checks & Debits		Balance
	Qty	Amount	Qty	Amount	
10-16	1	79,546.57	1	214,600.63	626,651.57
10-29	1	792,842.00	0	0.00	1,419,493.57
10-30	0	0.00	1	737,500.00	681,993.57

Other Credits

Date	Amount	Description
10-16	79,546.57	Wholesale Lockbox #0075195 Credits - Charlotte
10-29	792,842.00	Wholesale Lockbox #0075195 Credits - Charlotte

Other Debits

Date	Amount	Description
10-16	214,600.63	Wire Ref#03352 Seq#03352: Chase NYC
10-30	737,500.00	Wire Ref#03985 Seq#03985: Chase NYC

191 Peachtree ST
Atlanta GA 30303

03

TAXPAYER ID

13-5114230

W R GRACE & CO-CONN
7500 GRACE DRIVE
ATTN CORPORATE ACCTING
COLUMBIA MD 21044

No Enclosures
c 0

Checking Statement

October 1, 2001 - October 15, 2001 (15 days)

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FOR INFORMATION OR ASSISTANCE CONTACT:
Your Wachovia Banker
Visit our web site at www.wachovia.com

Commercial Checking Account Summary

Account Number 8619-039102

Previous Balance	+ Deposits & Other Credits		- Checks & Other Debits		= Closing Balance				
\$613,000.00	Deposits	\$.00	Other Credits	\$861,480.01	Checks	\$.00	Other Debits	\$712,774.38	\$761,705.63
Average Ledger Balance	\$697,498.66								

Daily Activity and Balance

Date	Deposits & Credits		Checks & Debits		Balance
	Qty	Amount	Qty	Amount	
10-01	1	500,365.00	0	0.00	1,113,365.00
10-02	0	0.00	1	465,365.00	648,000.00
10-09	1	233,409.38	0	0.00	881,409.38
10-10	0	0.00	1	247,409.38	634,000.00
10-15	1	127,705.63	0	0.00	761,705.63

Other Credits

Date	Amount	Description
10-01	500,365.00	Wholesale Lockbox #0075195 Credits - Charlotte
10-09	233,409.38	Wholesale Lockbox #0075195 Credits - Charlotte
10-15	127,705.63	Wholesale Lockbox #0075195 Credits - Charlotte

Checks

There were no checks paid this statement period.

Other Debits

Date	Amount	Description
10-02	465,365.00	Wire Ref#03084 Seq#03084: Chase NYC
10-10	247,409.38	Wire Ref#03820 Seq#03820: Chase NYC



Commercial Checking

01

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60,925

W R GRACE AND CO-CONN
GENERAL ACCOUNT
ATTN CORP ACCOUNTING
7500 GRACE DRIVE
COLUMBIA MD 21044-4098

CB

Commercial Checking

9/29/2001 thru 10/31/2001

Account number: 2199500021812
Account holder(s): W R GRACE AND CO-CONN
GENERAL ACCOUNT

Taxpayer ID Number: 135114230

Account Summary

Opening balance 9/29	\$0.00
Deposits and other credits	7,284,447.91 +
Other withdrawals and service fees	7,284,447.91 -
Closing balance 10/31	\$0.00

Deposits and Other Credits

Date	Amount	Description
10/03	4,288,897.68	DEPOSIT
10/11	760,070.38	DEPOSIT
10/16	695,405.02	DEPOSIT
10/18	271,976.34	DEPOSIT
10/25	1,268,098.49	DEPOSIT
Total	\$7,284,447.91	

Other Withdrawals and Service Fees

Date	Amount	Description
10/05	4,288,746.05	FUNDS TRANSFER (ADVICE 011005013441) SENT TO CHASE MANHATTAN B/ BNF=W R GRACE AND CO CONN OBI= RFB = 10/05/01 01:53PM
10/10	458.06	COMMERCIAL SERVICE CHARGES FOR SEPTEMBER 2001
10/15	757,798.12	FUNDS TRANSFER (ADVICE 011015014192) SENT TO CHASE MANHATTAN B/ BNF=W R GRACE AND CO CONN OBI= RFB = 10/15/01 12:20PM
10/17	695,575.39	FUNDS TRANSFER (ADVICE 011017011800) SENT TO CHASE MANHATTAN B/ BNF=W R GRACE AND CO CONN OBI= RFB = 10/17/01 12:49PM

Other Withdrawals and Service Fees continued on next page.

**Commercial Checking**

02

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Other Withdrawals and Service Fees *continued*

Date	Amount	Description
10/22	273,771.80	FUNDS TRANSFER (ADVICE 011022013664) SENT TO CHASE MANHATTAN B/ BNF=W R GRACE AND CO CONN OBI= RFB= 10/22/01 12:42PM
10/29	1,268,098.49	FUNDS TRANSFER (ADVICE 011029016151) SENT TO CHASE MANHATTAN B/ BNF=W R GRACE AND CO CONN OBI= RFB= 10/29/01 12:49PM
Total	\$7,284,447.91	

Daily Balance Summary

Dates	Amount	Dates	Amount	Dates	Amount
10/03	4,288,897.68	10/15	1,965.83	10/22	0.00
10/05	151.63	10/16	697,370.85	10/25	1,268,098.49
10/10	306.43	10/17	1,795.46	10/29	0.00
10/11	759,763.95	10/18	273,771.80		

INTRODUCING FIRST UNION'S VOICE SERVICE. BANKING BY PHONE JUST GOT EASIER. NOW WHEN YOU CALL 1-800-222-FUNB OPTION 1, YOU CAN "JUST SAY WHAT YOU WANT TO DO". TRY IT. SEE INSERT FOR MORE DETAILS.



Commercial Checking

03

2199500021812 036 130

0 0

60.927

Customer Service Information

For questions about your statement or billing errors, contact us at:

**Business Checking, CheckCard & Loan Accounts
Commercial Checking & Loan Accounts
TDD (For the Hearing Impaired)**

Phone number

Address

FIRST UNION NATIONAL BANK
P.O. BOX 2870
JACKSONVILLE FL 32231

To Balance Your Account

1. Compare your account register to your account statement for unrecorded transactions (such as ATM, CheckCard, Interest earned, fees, etc.) Your new account register total should match the adjusted balance in line 6 below.

 2. Write in the closing balance shown on the front of account statement.

 3. Write in any deposits you have made since the date of this statement.

 4. Add together amounts listed above in steps 2 and 3.

 5. In the section to the right, list and total all checks and withdrawals that you have made that are not reported on your account statement. Write in the total here.

 6. Subtract the amount in line 5 from the amount in line 4. This is your adjusted balance and should match the balance in Step 1 above.

List Outstanding Checks and Withdrawals

In Case of Errors or Questions About Your Electronic Transfers: Telephone us at 1-800-222-3862 or write to us at FIRST UNION, POST OFFICE BOX 563966, CHARLOTTE NC 28256-3966, as soon as you can, if you think your statement or receipt is wrong or if you need more information about a transfer on the statement or receipt. We must hear from you no later than 60 days after we sent you the FIRST statement on which the error or problem appeared.

1. Tell us your name and account number (if any).
 2. Describe the error or the transfer you are unsure about, and explain as clearly as you can why you believe there is an error or why you need more information.
 3. Tell us the dollar amount of the suspected error.

We will investigate your complaint and will correct any error promptly. If we take more than 10 business days to do this, we will credit your account for the amount you think is in error. You will have use of the money during the time it takes us to complete our investigation.

Commercial Checking

01

2079900003615 005 108

12 160

13,630

W R GRACE & CO-CONN
ATTN CINDY LEE
7500 GRACE DRIVE
COLUMBIA MD 21044-4098

CB 025

Commercial Checking

9/29/2001 thru 10/31/2001

Account number: 2079900003615
Account holder(s): W R GRACE & CO-CONN

Taxpayer ID Number: 133461988

Account Summary

Opening balance 9/29	\$0.00
Deposits and other credits	2,178,747.87 +
Other withdrawals and service fees	2,178,747.87 -
Closing balance 10/31	\$0.00

Deposits and Other Credits

Date	Amount	Description
10/01	1,701.14	AUTOMATED CREDIT W.R. GRACE REVERSAL CO. ID. 011001 PPD MISC SETTL NCVCDBATL
10/02	3,698.26 •	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
10/03	1,681.46	ACH MANUAL RETURN REASON: ORIGINATOR'S RECALL CUSTOMER NAME: ZAVADSKIY,PAVEL FOR DATE OF: EFF 9-12-01,W/O 10-3-01 0700W
10/03	1,894.85 •	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
10/04	4,352.90 •	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
10/10	1,709.40 •	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
10/11	5,773.34 •	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
10/11	278,453.52 •	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
10/12	2,068.59	AUTOMATED CREDIT W.R. GRACE REVERSAL CO. ID. 011012 PPD MISC SETTL NCVCDBATL
10/12	2,068.60	ACH MANUAL RETURN REASON: ORIGINATOR'S RECALL CUSTOMER NAME: POTERMAN,NATALIE E FOR DATE OF: EFF 9-12-01,W/O 10-12-01 0700W
10/12	2,068.60	AUTOMATED CREDIT RETURN SETTLE RETURN CO. ID. 011012 PPD MISC SETTL CHRETIRE

Deposits and Other Credits continued on next page.

02

2079900003615 005 108

12 160

13,631

Deposits and Other Credits *continued*

<i>Date</i>	<i>Amount</i>	<i>Description</i>
10/12	21,702.22	AUTOMATED CREDIT GRACE MANAGEMENT REVERSAL CO. ID. 011012 PPD MISC SETTL NCVCDBATL
10/12	486,438.16	• ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
10/15	3,020.03	• ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
10/16	6,836.28	• ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
10/17	16,857.13	• ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
10/18	3,156.41	• ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
10/18	6,525.00	• ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
10/22	1,992.25	• ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
10/23	480.11	• ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
'4	2,148.88	• ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
10/25	6,499.55	• ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
10/25	479,846.56	• ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
10/26	828,603.03	• ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
10/29	4,016.78	• ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
10/30	1,134.09	• ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
10/31	4,020.73	• ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
Total	\$2,178,747.87	

Other Withdrawals and Service Fees

<i>Date</i>	<i>Amount</i>	<i>Description</i>
10/01	816.31	• ZBA TRANSFER DEBIT TRANSFER TO 2000000282172 W.R. GRACE & CO
10/01	884.83	LIST OF DEBITS POSTED
10/02	3,698.26	LIST OF DEBITS POSTED
10/03	452.90	• ZBA TRANSFER DEBIT TRANSFER TO 2000000282172 W.R. GRACE & CO

Other Withdrawals and Service Fees continued on next page.